

EXHIBIT A



**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS OF LUKINS & ANNIS, P.S.
Tuesday, December 7, 2004
Conference Room 15B
(2004-25)**

Board members present: JSB, DMD, TMK, MAM, JWM, TRW, BJW, and FLN
Board members not in attendance: LWL
Other Principals in attendance: EB

2. **Departure of EWK and DWS.** The Board discussed the impending departures of Darrell Scott and the staff assigned to the Mass Tort practice area, effective December 15, 2004, and the departure of Ed Kok from the Coeur d'Alene office on December 31, 2004. The Board reviewed information related to the two partner's departures such as Stock repurchase and Severance payments. The Board also discussed clients and cases currently represented by both attorneys. In an attempt to reach a mutually agreeable position as to pending and future fees and costs, the Board designated TRW, MAM and JWM as a subcommittee to deal with these issues.

THE BOARD WILL MEET ON TUESDAY, DECEMBER 14, 2004 AT 3:00 P.M. AT NIKOS RESTAURANT TO REVIEW THE STATUS OF GOALS ESTABLISHED FOR THE 2004 BOARD AND THE FIRM ADMINISTRATION AND TO DISCUSS FIRM MANAGEMENT AND GOALS FOR 2005. THE NEXT REGULARLY SCHEDULED MEETING OF THE BOARD OF DIRECTORS WILL BE HELD ON TUESDAY, DECEMBER 21, 2004, AT 7:30 A.M. IN CONFERENCE ROOM 15B. THIS MEETING WILL BE DEDICATED TO OPERATIONAL ISSUES.

Respectfully Submitted,

/s/ Terence R. Whitten

Terence R. Whitten, Firm President

/s/ James S. Black

James S. Black, Secretary/Treasurer



**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS OF LUKINS & ANNIS, P.S.
Tuesday, December 21, 2004
Conference Room 15B
(2004-27)**

Board members present: DMD, JWM, TRW, and FLN
Board members not in attendance: JSB, TMK, LWL, MAM, BJW

2. Departure of EWK and DWS. DWS left the firm on December 15, 2004. The subcommittee designated by the Board (TRW, JWM, and MAM) has had several meetings and will meet DWS to reach a mutually agreeable position as to pending and future fees and costs. TRW has had several discussions with EWK regarding his December 31 departure.

Respectfully Submitted,

/s/ Terence R. Whitten

Terence R. Whitten, Firm President

/x/ James S. Black

James S. Black, Secretary/Treasurer



**MINUTES
OF
INITIAL MEETING OF THE BOARD OF DIRECTORS
OF
LUKINS & ANNIS, P.S.
(2005-01)**

January 12, 2005

Washington Trust Financial Center
Conference Room 8-A

Present: JSB, PBC, TMC, DMD, JWM, TRW, BJW, and FLN
Not in Attendance: HES

D. DWS/EWK Departure Issues. TRW and JWM reported on the status of issues related to the recent resignations of DWS and EWK. Resolution of future fee/cost allocations to DWS continue to be evaluated and negotiated by a committee comprised of TRW, JWM, and MAM. This committee was previously given authority to resolve these remaining issues. TRW continues to work with EWK on departure issues.

/s/ Terence R. Whitten

Terence R. Whitten, President

/s/ James S. Black

James S. Black, Secretary/Treasurer



**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS OF LUKINS & ANNIS, P.S.
Tuesday, February 15, 2005
Conference Room 15B
(2005-05)**

Board members present: JSB, PBC, TMC, DMD, JWM, BJW, and FLN
Board members not in attendance: HES, TRW

1. **Departure of DWS.** BJW and JWM updated the Board on a matter DWS had worked on prior to his departure where sanctions have been imposed against the Firm and DWS by the trial court. The Board will continue to monitor this situation and work to resolve the issue with opposing counsel. JWM updated the Board on the negotiations with DWS as to the division of future fees and costs on matters where L&A has invested time and costs. DWS has presented a proposal outlining his position as to such an agreement. TRW and JWM will continue to work towards resolution of these issues in the near future.

Respectfully Submitted,

/s/ *Bryce J. Wilcox*

Bryce J. Wilcox, Firm Vice-President

/s/ *James S. Black*

James S. Black, Secretary/Treasurer



**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS OF LUKINS & ANNIS, P.S.
Tuesday, March 1, 2005
Conference Room 15B
(2005-06)**

Board members present:	PBC, TMC, DMD, HES, JWM, TRW, BJW, and FLN
Board members not in attendance:	JSB
Others in Attendance:	MAR

C. **President's Report.**

1. **Departure of DWS.** TRW updated the Board on a matter DWS had worked on prior to his departure where sanctions have been imposed against the Firm and DWS by the trial court. The Firm has made the payment as directed by the Delaware Court. The Board directed that attorneys be notified regarding requirements to practice in Delaware as specified in the Delaware judge's Final Order. The Board continued discussion on the negotiations with DWS as to the division of future fees and costs on matters where L&A has invested time and costs. DWS previously presented a proposal outlining his position as to such an agreement. The subcommittee will research the total fees and costs outstanding on pending DWS matters and present a draft proposal for a final resolution with DWS to the Board for discussion at the March 15 meeting.

Respectfully Submitted,

/s/ Terence R. Whitten

Terence J. Whitten, Firm President

/s/ Bryce J. Wilcox

Bryce J. Wilcox, Firm Vice President



**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS OF LUKINS & ANNIS, P.S.
Tuesday, May 17, 2005
Conference Room 15B
(2005-11)**

Board members present:

JSB, PBC, TMC, DMD, JWM, HES, TRW, BJW, and FLN

3. **DWS Departure Issues.** TRW reported that a letter proposal to DWS is being prepared setting forth L & A's proposal regarding allocation of future fees in the Met, Fen-Phen, Grace and other minor cases.

THE BOARD WILL MEET ON TUESDAY, JUNE 7, AT 7:30 A.M., IN CONFERENCE ROOM 15B TO CONSIDER OPERATIONAL ISSUES.

Respectfully Submitted,

/s/ Terence R. Whitten

Terence R. Whitten, Firm President

/s/ James S. Black

James S. Black, Secretary/Treasurer



**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS OF LUKINS & ANNIS, P.S.
Tuesday, June 14, 2005
Conference Room 15B
(2005-12)**

Board members present: JSB, PBC, TMC, DMD, JWM, HES, TRW, BJW, and FLN

4. **DWS Departure Issues.** The Board discussed the progress in finalizing a proposal to be forwarded to Darrell Scott regarding allocation of future fees in the Met, Fen-Phen, Grace and other minor cases. The Board reviewed a draft of a proposal of such an agreement with DWS and made adjustments to the draft. The proposal will now be finalized and submitted to DWS.

THE BOARD WILL MEET ON TUESDAY, JUNE 21, AT 7:30 A.M., IN CONFERENCE ROOM 15B TO CONSIDER OPERATIONAL ISSUES.

Respectfully Submitted,

/s/ Terence R. Whitten

Terence R. Whitten, Firm President

/s/ James S. Black

James S. Black, Secretary/Treasurer



**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS OF LUKINS & ANNIS, P.S.
Tuesday, October 18, 2005
Conference Room 15B
(2005-23)**

Board members present: JSB, PBC, TMC, DMD, JWM, HES, TRW, BJW, and FLN

2. **Status of Departure Issues for DWS and RJK.** TRW updated the Board on the status of attempts at an allocation agreement with Darrell Scott for matters undertaken and worked on during his employment with L&A. Several proposals have been exchanged and, at this point, only allocation of any revenues received on the Fen-Phen Class Action matters have been agreed upon. The Met Mortgage, Grace and several other smaller cases are still being discussed. Additionally, the consideration of expenses related to the Beck matter still remain unresolved. The working group of TRW, JWM, and RJC will continue there negotiations with Darrell Scott.

Respectfully Submitted,

/s/ Terence R. Whitten

Terence R. Whitten, Firm President

/s/ James S. Black

James S. Black, Secretary/Treasurer



**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS OF LUKINS & ANNIS, P.S.
Tuesday, November 1, 2005
Conference Room 15B
(2005-24)**

Board members present: JSB, PBC, TMC, DMD, JWM, HES, TRW, BJW

3. **DWS Departure Issues.** The Board continued to discuss ways to attempt to finalize an allocation agreement with Darrell Scott for matters undertaken and worked on during his employment with L&A. Several proposals have been exchanged and, at this point, only allocation of revenues received on the Fen-Phen Class Action matters have been agreed upon. The Met Mortgage, Grace and several other smaller cases are still being discussed. Additionally, the consideration of expenses related to the Beck matter still remain unresolved. The working group of TRW, JWM, and RJC will continue there negotiations with Darrell Scott.

/s/ Terence R. Whitten

Terence R. Whitten, Firm President

/s/ James S. Black

James S. Black, Secretary/Treasurer



**MINUTES OF THE MEETING
OF THE 2006 BOARD OF DIRECTORS
OF LUKINS & ANNIS, P.S.
Tuesday, August 29, 2006
Conference Room 15-B
(2006-18)**

Board members present: TTB, TMC, JWM, MJH, TMK, HES, TRW, BJW, EFW, and FLN

C. DWS Departure Issues. Jed Morris updated the Board on recovery of fees related to Metropolitan Mortgage matters that Darrell Scott retained when he left L&A in December 2004. Proposals for calculation of respective time and costs have been exchanged between DWS and L&A over the past twenty months, but no agreement has been reached. An attorney's lien on recovery of Met claims has been filed by L&A. The Board also discussed credit for time worked by JWM and others on potential recovery of fees and costs by for L&A and deferred a decision until the next meeting.

Respectfully Submitted,

/s/ Terence R. Whitten

Terence R. Whitten, Firm President

/s/ Jed W. Morris

Jed W. Morris, Secretary/Treasurer

**MINUTES OF MEETING OF BOARD OF DIRECTORS
OF
LUKINS & ANNIS, P.S.**

December 2, 2008

Mr. Morris provided an update on the W.R. Grace matter and noted that a settlement in the Grace case had been reached. No further progress has been made with Mr. Scott on reaching an agreement as to distribution. The Board asked Mr. Morris to continue monitoring the situation.

P.M. Davis, Secretary

J.W. Morris, President